

NOWALSKY, BRONSTON & GOTHARD

A Professional Limited Liability Company

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Philip R. Adams, Jr.



December 10, 2007

Via Overnight Mail

Marlene Dortch, Secretary
Federal Communications Commission
9300 E. Hampton Drive
Capitol Heights, MD 20743

DOCKET FILE COPY ORIGINAL

RE: Wireline Competition Bureau Docket 07-272
Xfone, Inc./NTS Communications Transfer of Control Application

Dear Secretary Dortch:

On behalf of Xfone, Inc. and NTS Communications, Inc., please find below answers to Staff's recent inquiry.

1. Please see outline below of Nissenson family ownership in excess of Guy Nissenson's 20% ownership.

There are five members of the Nissenson family who each own 20% of the equity of Cambeltown Business Limited. Their names and addresses are as follows:

Guy Nissenson - 3A Finchley Park, London, United Kingdom N129J5
Bilha, Tal, Niv and Haim Nissenson each of whom resides at 11 Tehuda Hamacabi Street, Hertzliya 46762, Israel.

Their citizenship is Israeli. None of the individuals own any interest in a communications company other than that of Xfone.

2. Xfone, Inc. is publicly held, trades on the American Stock Exchange and its shares are widely held. Please note the shares of Xfone, Inc. also trade on the Tel Aviv Stock Exchange.
3. The common stock of Xfone, Inc. votes evenly on a share for share basis. There is no preferred stock which grants the holder any super voting right. Please note that Campeltown, Abraham Kienan (Xfon's chairman) and Guy Nissenson are

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parties to a Voting Agreement, whereby they all agree to vote their shares in a manner agreed to by all the parties and that in the event of a disagreement regarding the manner of voting, a party to the Voting Agreement will not vote any shares, unless all of the parties have settled the disagreement. In addition, shareholders owning approximately 10% of Xfone's outstanding common stock granted Mr. Kienan and Guy Nissenson with an irrevocable voting proxy.

4. The Stock Purchase Agreement was executed on August 22, 2007. The execution parties to the Stock Purchase Agreement are as follows:

Purchaser: Xfone, Inc.
Signed by: Guy Nissenson, President

Seller/Company: NTS Communications, Inc.
Signed by: Barbara Baldwin, President/CEO

Shareholders of the Company:
Signed by : Joseph D. Fail, President, representing 91.1% ownership of the issued and outstanding shares.

Additional shareholders who signed the Agreement:

Barbara A. Andrews
Kevin E. Buxkemper
David W. Cleveland
Jerry E. Hoover
Martha S. Hoover
Brad Worthington
Tracy Worthington
David Fate Moore Trust
 Barbara Baldwin, Trustee
Shawn Troy Wallace Trust
 Barbara Baldwin, Trustee
Dawn Lin Ambrose
Joyce Craft
Richard A. Crosswhite
Sandra V. Crosswhite
Larry J. Elliott
Mary C. Elliott
Frank R. Farrar
Polly C. Farrar

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Nelson Fox
Deborah C. Fox
Jean C. Jones
Don McLeod
Ethel McLeod
Dry Creek Cattle Company, Ltd.
Polly Farrar
Mitch Elliott
Mike Elliott

5. Xfone's voting tracks equity.
6. No individual or company has defacto control of Xfone.

An additional copy of this letter has been enclosed to be date stamped and returned in the envelope provided as evidence of the filing.

Should you have any questions, please do not hesitate to contact me.

Sincerely,


Leon Nowalsky *ra*

LLN/rph